

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name

CSR-OK Real Estate Holding Company, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN)

8 1 - 3 4 6 1 6 7 7

4. Debtor's address

Principal place of business

473617 E 610 Rd

Number Street

Watts, OK 74964

City State ZIP Code

Adair

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☒ Other. Specify: LLC

Name _____

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No

- ☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No

- ☐ Yes. Debtor _____ Relationship _____
District _____ When _____
Case number, if known _____
MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other _____

Where is the property? _____

Number Street

City

State

ZIP Code

Is the property insured?☐ No

☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds?**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- ☒ 1-49 ☐ 50-99 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 25,001-50,000 ☐ 50,000-100,000
- ☐ 100-199 ☐ 200-999 ☐ 10,001-25,000 ☐ More than 100,000

15. Estimated assets

- ☐ \$0-\$50,000 ☒ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
- ☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
- ☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
- ☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING --

Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/06/2023
MM/ DD/ YYYY

X

/s/ Troy Don Burgess

Signature of authorized representative of debtor

Troy Don Burgess

Printed name

Title Chief Executive Officer

18. Signature of attorney

X

/s/ Ron Brown

Signature of attorney for debtor

Date 06/06/2023
MM/ DD/ YYYY

Ron Brown
Printed name

Brown Law Firm PC
Firm name

715 S. Elgin Ave
Number Street

Tulsa
City

OK
State

74120
ZIP Code

(918) 585-9500
Contact phone

ron@ronbrownlaw.com
Email address

16352
Bar number

OK
State

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OKLAHOMA**

In re:

CSR-OK Real Estate Holding Company,
LLC,

Case No.
Chapter 11 Sub V

Debtor.

**STATEMENT REGARDING BALANCE SHEET, STATEMENT
OF OPERATIONS, CASH-FLOW STATEMENT, AND FEDERAL
TAX RETURN REQUIRED UNDER 11 U.S.C. § 1116(1)**

CSR-OK Real Estate Holding Company, LLC (“**Debtor**”) submits to the Court ITS statement regarding submission of a balance sheet, statement of operations, cash-flow statement, and Federal tax returns as required under 11 U.S.C. § 1116(1). In support, Debtor shows the Court as follows:

1. Debtor filed a Voluntary Petition for Relief under Chapter 11 of the United States Bankruptcy Code on June 6, 2023, at which time an Order for Relief was entered by the Court.

2. Debtor manages its financial affairs under the authority of Title 11 of Chapter 11 of the United States Code.

3. 11 U.S.C. § 1116(1) requires a debtor-in-possession in a small business Chapter 11 case to file with the court within seven (7) days after the order for relief:

(A) its most recent balance sheet, statement of operations, cash-flow statement, and Federal income tax return; or

(B) a statement made under penalty of perjury that no balance sheet, statement of operations, or cash-flow statement has been prepared and no Federal tax return has been filed;¹

4. As of the date of the filing of the petition in the above-styled bankruptcy case,

¹ 11 U.S.C. § 1116(1)(A)-(B).

Debtors have not completed or otherwise prepared a balance sheet, statement of operations, cash-flow statement, or Federal tax return.

DATED: June 6, 2023.

Respectfully submitted,
Brown Law Firm, P.C., by:

/s/ Ron D. Brown

Ron D. Brown, OBA #16352

R. Gavin Fouts, OBA #33738

715 S. Elgin Ave

Tulsa, OK 74120

(918) 585-9500

(866) 552-4874 fax

ron@ronbrownlaw.com

gavin@ronbrownlaw.com

Attorneys for the Debtor

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.

☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1 Bank of Hays

Checking account

0325

(Unknown)

3.2 Bank of Hays

Checking account

0341

\$8,646.00

4. Other cash equivalents (Identify all)

None

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$8,646.00

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

☒ No. Go to Part 3.

☐ Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

None

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

None

9. Total of Part 2

Add lines 7 through 8 (including amounts on any additional sheets). Copy the total to line 81.

\$0.00

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

☒ No. Go to Part 4.

☐ Yes. Fill in the information below.

Current value of debtor's
interest

11. Accounts Receivable

11a. 90 days old or less: _____ - _____ = → _____
face amount doubtful or uncollectible accounts

11b. Over 90 days old: _____ - _____ = → _____
face amount doubtful or uncollectible accounts

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments

13. Does the debtor own any investments?

☒ No. Go to Part 5.

☐ Yes. Fill in the information below.

Valuation method used for
current value

Current value of debtor's
interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

None

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of fund or stock: _____ % of
ownership:

None

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

None

17. Total of Part 4

Add lines 14 through 16 (including any additional sheets). Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.
☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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19. Raw materials

None

20. Work in progress

None

21. Finished goods, including goods held for resale

None

22. Other inventory or supplies

None

23. Total of Part 5

Add lines 19 through 22 (including any additional sheets). Copy the total to line 84.

\$0.00

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

General description

**Net book value of
debtor's interest**
(Where available)

**Valuation method used
for current value**

**Current value of debtor's
interest**

28. Crops — either planted or harvested

None

29. Farm animals *Examples: Livestock, poultry, farm-raised fish*

None

30. Farm machinery and equipment (Other than titled motor vehicles)

None

31. Farm and fishing supplies, chemicals, and feed

None

32. Other farming and fishing-related property not already listed in Part 6

None

33. Total of Part 6

Add lines 28 through 32. Copy the total to line 85.

\$0.00

34. Is the debtor a member of an agricultural cooperative?

☒ No

☐ Yes. Is any of the debtor's property stored at the cooperative?

☐ No

☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

☒ No

☐ Yes

36. Is a depreciation schedule available for any of the property listed in Part 6?

☒ No

☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

☐ No. Go to Part 8.

☒ Yes. Fill in the information below.

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
None			
40. Office fixtures			
None			
41. Office equipment, including all computer equipment and communication systems equipment and software			
41.1 <u>Fixtures and Equipment See attached Exhibit</u>	<u>\$6,308,390.12</u>		<u>\$5,808,390.12</u>
42. Collectibles <i>Examples: Antiques and figurines; paintings, prints or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles</i>			
None			
43. Total of Part 7 Add lines 39 through 42. Copy the total to line 86.			<u>\$5,808,390.12</u>
44. Is a depreciation schedule available for any of the property listed in Part 7? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
45. Has any of the property listed in Part 7 been appraised by a professional within the last year? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
Part 8: Machinery, equipment, and vehicles			
46. Does the debtor own or lease any machinery, equipment, or vehicles? <input checked="" type="checkbox"/> No. Go to Part 9. <input type="checkbox"/> Yes. Fill in the information below.			
General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
None			
48. Watercraft, trailers, motors, and related accessories <i>Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels</i>			

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

None

49. Aircraft and accessories

None

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

None

51. Total of Part 8

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 9: Real Property

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.
☒ Yes. Fill in the information below.

General description

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available

Nature and extent of debtor's interest in property

Net book value of debtor's interest
(Where available)

Valuation method used for current value

Current value of debtor's interest

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has interest

	Legal Description attached	Fee Simple	(Unknown)		
55.1	<u>473617 E 610 Rd Watts, OK 74964</u>				<u>\$3,700,000.00</u>

56. Total of Part 9

Add the current value on lines 55.1 through 55.3 and entries from any addition sheets. Copy the total to line 88.

\$3,700,000.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 10: Intangibles and Intellectual Property

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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60. Patents, copyrights, trademarks, and trade secrets

None

61. Internet domain names and websites

None

62. Licenses, franchises, and royalties

None

63. Customer lists, mailing lists, or other compilations

None

64. Other intangibles, or intellectual property

None

65. Goodwill

None

66. Total of Part 10

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers? (as defined in 11 U.S.C. §§ 101(41A) and 107)

- ☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Current value of debtor's
interest

71. Notes receivable

Description (include name of obligor)

None

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

None

73. Interests in insurance policies or annuities

73.1 Force-placed insurance covering Real Property and
Equipment carried by Bank of Hays

\$0.00

74. Causes of action against third parties (whether or not a lawsuit has been filed)

None

**75. Other contingent and unliquidated claims or causes of action of every nature,
including counterclaims of the debtor and rights to set off claims**

None

76. Trusts, equitable or future interests in property

None

77. Other property of any kind not already listed Examples: Season tickets,
country club membership

77.1 Project Management Agreement with CSR Worldwide, Inc.

\$0.00

78. Total of Part 11

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Part 12: Summary

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	<u>\$8,646.00</u>	
81. Deposits and prepayments. Copy line 9, Part 2.	<u>\$0.00</u>	
82. Accounts receivable. Copy line 12, Part 3.	<u>\$0.00</u>	
83. Investments. Copy line 17, Part 4.	<u>\$0.00</u>	
84. Inventory. Copy line 23, Part 5.	<u>\$0.00</u>	
85. Farming and fishing-related assets. Copy line 33, Part 6.	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; collectibles. Copy line 43, Part 7.	<u>\$5,808,390.12</u>	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	<u>\$0.00</u>	
88. Real property. Copy line 56, Part 9.....		→ <u>\$3,700,000.00</u>
89. Intangibles and intellectual property. Copy line 66, Part 10.	<u>\$0.00</u>	
90. All other assets. Copy line 78, Part 11.	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column.....	91a. <u>\$5,817,036.12</u>	+ 91b. <u>\$3,700,000.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92		<u>\$9,517,036.12</u>

Exhibit A
Legal Description

A tract of land situated in the southwest quarter of the northeast quarter and the west half of the southeast quarter of the northeast quarter of Section 24, Township 19 North, Range 25 East of the Indian Base and Meridian, Adair County, Oklahoma, being more particularly described as follows, to-wit:

Beginning at the northwest corner of said southwest quarter of the northeast quarter;

Thence North 89°39'41" East for a distance of 793.54 feet along the north line of said southwest quarter of the northeast quarter;

Thence South 14°36'11" East for a distance of 271.26 feet;

Thence South 87°30'08" East for a distance of 417.97 feet;

Thence North 1°59'20" East for a distance of 283.81 feet to a point on the north line of said southwest quarter of the northeast quarter;

Thence North 89°39'41" East for a distance of 689.38 feet along said north line and along the north line of said west half of the southeast quarter of the northeast quarter to the northeast corner of said west half of the southeast quarter of the northeast quarter;

Thence South 0°14'02" West for a distance of 1317.17 feet (South 0°14'00" West for a distance of 1318.10 feet record) along the east line of said west half of the southeast quarter of the northeast quarter to the southeast corner thereof;

Thence South 89°29'53" West (South 89°31'30" West record) for a distance of 1978.00 feet along the south line of said northeast quarter to the southwest corner of said southwest quarter of the northeast quarter;

Thence North 0°11'57" East for a distance of 1322.80 feet along the west line of said southwest quarter of the northeast quarter to the point of beginning, LESS AND EXCEPT the following:

A tract of land situated in the southwest quarter of the northeast quarter of Section 24, Township 19 North, Range 25 East of the Indian Base and Meridian, Adair County, Oklahoma, being more particularly described as follows to-wit:

Commencing at the southwest corner of said southwest quarter of the northeast quarter;

Thence North 89°29'53" East (North 89°31'30" East record) for a distance of 859.26 feet along the south line of said southwest quarter of the northeast quarter;

Thence North 2°34'42" East for a distance of 179.24 feet to the point of beginning;

Thence North 2°44'15" East for a distance of 779.11 feet;

Thence South 87°30'08" East for a distance of 376.53 feet;

QLICI Mortgage, Security Agreement, Assignment of Leases and Rents and Fixture Filing

Thence South $1^{\circ}59'20''$ West for a distance of 775.01 feet;

Thence North $88^{\circ}06'47''$ West for a distance of 386.70 feet to the point of beginning.

QUICK Mortgage, Security Agreement, Assignment of Leases and Rents and Fixture Filing

Equipment List

Year	Make	Model	Serial Number
2007	Lindner	Meteor 2200	1424
2007	Lindner	Komet 1800	1379
	Kice Industries	5H30	264688-2
Unknown	Unknown	Unknown	Unknown
2009	Meri	PLB 2000	2105
2013	JLG	E450AJ	300166783
Unknown	Ace	60" Downstroke	8710
2008	Herbold	SMS 80/160-SX7-2	13356
2009	Meri	PLB 2000	Unknown
Unknown	Bunting Magnetics		9098073-2-01
2012	Unknown	Gylotine	N7149
Unknown	Bunting Magnetics		9081543-4-01
2022	ADG	CFO25	12468-01
2022	Nordson/Xaloy	WRP-35S	VB 1093
2022	Cold Shot Chiller	CSWC-120-A	M101421-1
Unknown	Rotex	242 A MS	27314
Unknown	Gradall	534D-9	644091
Unknown	JLG	Model # 1932E3	Unknown
Unknown	Gala	Unknown	962239
Unknown	Prodex	TMH 600-30	73-215
Unknown	Plastics Processing	HL-9	HL9128170921
Unknown	Gala	12.3 ECLN	962239
Unknown	Rotex	11PS ASSS	R198078A
Unknown	Spin-Away Dryer	Order #E9322	126-94
Unknown	Prodex	600C-24	1282
2010	Herbold	SMS 80/160-SX7-2	13357
Unknown	Crown Products Inc	Unknown	EX-4113
Unknown	Crown Forklift	40FCTT-188	1A163118
Unknown	Caterpillar	Unknown	C140469
2013	Genie	Z-60	Z6013-12305
Unknown	Hyster	Unknown	D005D022736
Unknown	Gibson	Unknown	Unknown
Unknown	JLG	Unknown	4069LE
Unknown	JLG	Unknown	Unknown
2007	Metler Toledo	78J3000000V4A00	C221111234
Unknown	Harrel	Unknown	Unknown
Unknown	Davis-Standard	350S	91154C
Unknown	Welex	Unknown	71247296
Unknown	Davis-Standard	Unknown	S9942
Unknown	Case	Unknown	Unknown
2007	Unknown	Unknown	Unknown
Unknown	Unknown	Unknown	Unknown
Unknown	PTI	Unknown	Unknown
	PTI		

Miscellaneous Small Pieces of Equipment and tools

Notes/Add-Ons

Large Shredder
Small Shredder
PVC Air Scrubber
Small PVC Grinder
Incline conveyor belt to Large Shredder
Electric Knuckle Lift
Downstroke Baler
Grinder
Outfeed conveyer from Large Shredder
Transfer Conveyor Belt
Plastic Roll Gylotine
Transfer Conveyor Belt
PTI Screen Changer Line 3
Pelletizer Line 3
Chiller Line 3
Pellet Shaker Line 3
Material Handler
Scissor Lift
Pelletizer Line 1
Extruder Line 1
Vacuum Transfer
Gala Dryer Line 1
Pellet Shaker Line 2
Spin Dryer Line 2
Extruder Line 2
Grinder
Extruder Line 6
Small Electric Forklift
Small Electric Forklift
Diesel Knuckle Lift
7000# Diesel Forklift
Extruder Line 4
Scissor Lift
Large Scissor Lift
Full Length Truck Scale
Extruder Line #9
Extruder Line #7 Thermatic III
Extruder Line #10
Extruder Line #8
Skid Steer
Wash Line
15 Silos with Scales
PTI Slip Sheet Line
Extruder Line #6

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the: Eastern District of Oklahoma
(State)

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
--	--

2.1 Creditor's name

REI Subsidiary CDE 22, LLC

Creditor's mailing address

c/o REI Development Corp.

2912 Enterprise Dr

Durant, OK 74701-1954

Creditor's email address, if known

charles.greenough@mcafeetaft.com

Date debt was
incurred

6/17/2021

Last 4 digits of
account
number

Do multiple creditors have an interest
in the same property?

- ☐ No
- ☒ Yes. Specify each creditor, including this creditor, and its relative priority.

For Legal Description attached: 1)
REI Subsidiary CDE 22, LLC; 2)
REI Subsidiary CDE 22, LLC

Describe debtor's property that is subject to a
lien

Legal Description attached. Bank of Hays

Describe the lien

Commercial Loan

Is the creditor an insider or related party?

- ☒ No
- ☐ Yes

Is anyone else liable on this claim?

- ☐ No
- ☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
- ☐ Unliquidated
- ☐ Disputed

\$7,106,353.24

\$3,700,000.00

Remarks: Contingent upon application of New Markets Tax Credit Program

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the
Additional
Page, if any.

\$7,106,353.24

Part 1: Additional Page	<i>Column A</i> Amount of claim <small>Do not deduct the value of collateral.</small>	<i>Column B</i> Value of collateral that supports this claim
Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.		
2.2 Creditor's name <u>REI Subsidiary CDE 22, LLC</u> Creditor's mailing address <u>c/o REI Development Corp.</u> <u>2912 Enterprise Dr</u> <u>Durant, OK 74701-1954</u> Creditor's email address, if known <u>charles.greenough@mcafeetaft.com</u> Date debt was incurred <u>6/17/2021</u> Last 4 digits of account number Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <div style="margin-left: 20px;"><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ _____ <input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u></div> Remarks: The amount due of \$710,6353.24 as separately scheduled for REI Subsidiary CDE 22, LLC includes 2 loans.	Describe debtor's property that is subject to a lien <u>Legal Description attached</u> Describe the lien <u>Commercial Loan</u> Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H). As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	 <u>\$0.00</u> <u>\$3,700,000.00</u>

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
McAfee & Taft, P.C. Attn: Bonner J. Gonzalez 211 N. Robinson 8th Floor Tulsa, OK 74102	Line 2. <u>1</u>	____
Arvest Bank c/o Rachel Hart 801 John Barrow Road Suite 516 Little Rock, AR 72205	Line 2. <u>1</u>	____
Charles Greenough McAfee & Taft, P.C. 2 W 2nd St Ste 1100 Tulsa, OK 74103	Line 2. <u>2</u>	____
Arvest Bank 502 South Main Tulsa, OK 74103-0000	Line 2. <u>2</u>	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
<div></div> <div></div> <div></div>	Line 2. <div></div>	<div></div> <div></div> <div></div> <div></div>

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507)

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address _____ _____ _____ Date or dates debt was incurred _____ Last 4 digits of account number ____-____-____-____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	_____ _____
2.2	Priority creditor's name and mailing address _____ _____ _____ Date or dates debt was incurred _____ Last 4 digits of account number ____-____-____-____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	_____ _____

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address

Bank of Hays

Attn: Brandon Brough

1000 West 27th

Hays, KS 67601

Date or dates debt was incurred 6/17/2021

Last 4 digits of account number 4 8 7 9

As of the petition filing date, the claim is:

Check all that apply.

☒ Contingent

☒ Unliquidated

☒ Disputed

Basis for the claim: Guaranty

Is the claim subject to offset?

☒ No

☐ Yes

\$5,660,945.66

3.2 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim: _____

Is the claim subject to offset?

☐ No

☐ Yes

3.3 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim: _____

Is the claim subject to offset?

☐ No

☐ Yes

3.4 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim: _____

Is the claim subject to offset?

☐ No

☐ Yes

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

5a. Total claims from Part 1 5a. \$0.00

5b. Total claims from Part 2 5b. + \$5,660,945.66

5c. Total of Parts 1 and 2 5c. \$5,660,945.66
Lines 5a + 5b = 5c.

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	<u>Commercial lease of Real Property and Equipment</u> <u>Contract to be ASSUMED</u>	<u>CSR Worldwide OK, Inc.</u> <u>473617 E 610 Rd</u> <u>Watts, OK 74964-6512</u>
	State the term remaining	<u>0 months</u>	
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest	<u>Commercial Lease of real property for 20 years signed June 17, 2021.</u> <u>Contract to be ASSUMED</u>	<u>TSD Rentals, LLC</u> <u>472559 S 610 Rd</u> <u>Watts, OK 74964</u>
	State the term remaining	<u>0 months</u>	
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the: Eastern District of Oklahoma
(State)

Case number (If known): _____

☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, **Schedules D-G**. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1 Central States Reprocessing, LLC	4121 Nw 37th St Street Lincoln, NE 68524 City State ZIP Code	REI Subsidiary CDE 22, LLC REI Subsidiary CDE 22, LLC City State ZIP Code	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G <input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2 CSR Worldwide OK, Inc.	473617 E 610 Rd Street Watts, OK 74964-6512 City State ZIP Code	REI Subsidiary CDE 22, LLC REI Subsidiary CDE 22, LLC City State ZIP Code	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G <input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	_____ Street _____ City State ZIP Code	_____ _____ City State ZIP Code	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	_____ Street _____ City State ZIP Code	_____ _____ City State ZIP Code	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Additional Page if Debtor Has More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.5	<div>Street</div> <div></div> <div>City State ZIP Code</div>	<div></div> <div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>	
2.6	<div>Street</div> <div></div> <div>City State ZIP Code</div>	<div></div> <div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>	

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:
Eastern District of Oklahoma

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)

1a. Real Property:

Copy line 88 from *Schedule A/B*.....

\$3,700,000.00

1b. Total personal property:

Copy line 91A from *Schedule A/B*.....

\$5,817,036.12

1c. Total of all property:

Copy line 92 from *Schedule A/B*.....

\$9,517,036.12

Part 2: Summary of Liabilities

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*.....

\$7,106,353.24

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of *Schedule E/F*.....

\$0.00

3b. Total amount of claims of non-priority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*.....

+ \$5,660,945.66

4. Total liabilities.....

Lines 2 + 3a + 3b

\$12,767,298.90

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue

Check all that apply

Gross revenue

(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2023 to Filing date
MM/ DD/ YYYY

☒ Operating a business

\$0.00

☐ Other _____

For prior year:

From 01/01/2022 to 12/31/2022
MM/ DD/ YYYY MM/ DD/ YYYY

☒ Operating a business

\$77,820.00

☐ Other _____

For the year before that:

From 01/01/2021 to 12/31/2021
MM/ DD/ YYYY MM/ DD/ YYYY

☒ Operating a business

\$108,392.00

☐ Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Description of sources of revenue

Gross revenue from each source

(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2023 to Filing date
MM/ DD/ YYYY

For prior year:

From 01/01/2022 to 12/31/2022
MM/ DD/ YYYY MM/ DD/ YYYY

For the year before that:

From 01/01/2021 to 12/31/2021
MM/ DD/ YYYY MM/ DD/ YYYY

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. _____ Creditor's name	_____	_____	<input type="checkbox"/> Secured debt
_____	_____		<input type="checkbox"/> Unsecured loan repayments
Street _____	_____		<input type="checkbox"/> Suppliers or vendors
_____	_____		<input type="checkbox"/> Services
_____			<input type="checkbox"/> Other _____
City _____ State _____ ZIP Code _____			

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. _____ Creditor's name	_____	_____	_____
_____	_____		_____
Street _____	_____		_____
_____	_____		
City _____ State _____ ZIP Code _____			
Relationship to debtor _____			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
-----------------------------	-----------------------------	------	-------------------

5.1. _____
Creditor's name

Street

City State ZIP Code

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
6.1. _____ Creditor's name	XXXX- _ _ _ _	_____	_____
_____ Street			
_____ City State ZIP Code			

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
Bank of Hays, et al. v. CSR Worldwide OK, Inc., et al.	Civil	Adair County District Court Name PO Box 426 Street Stilwell, OK 74960-0000 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number CJ-23-36			

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

8.1.	Custodian's name and address	Description of the property	Value
	Custodian's name		
	Street	Case title	Court name and address
			Name
	City State ZIP Code	Case number	Street
		Date of order or assignment	City State ZIP Code

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

9.1.	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
	Recipient's name			
	Street			
	City State ZIP Code			
	Recipient's relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1. _____	_____	_____	_____

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

11.1. **Who was paid or who received the transfer?****If not money, describe any property transferred****Dates****Total amount or value**Brown Law Firm P.C.(for 2 related bankruptcies)06/02/2023\$15,000.00**Address**715 S. Elgin Ave.

Street

Tulsa, OK 74120-0000

City State ZIP Code

Email or website address**Who made the payment, if not debtor?**Troy Burgess**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None12.1. **Name of trust or device****Describe any property transferred****Dates transfers were made****Total amount or value****Trustee****13. Transfers not already listed on this statement**

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None13.1. **Who received the transfer?****Description of property transferred or payments received or debts paid in exchange****Date transfer was made****Total amount or value****Address**

Street

City State ZIP Code

Relationship to debtor

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy

14.1. _____

From _____ To _____

Street

City State ZIP Code

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
—diagnosing or treating injury, deformity, or disease, or
—providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

15.1. _____

Facility name

Street

City State ZIP Code

Location where patient records are maintained(if different from facility address). If electronic, identify any service provider.

How are records kept?

Check all that apply:

☐ Electronically

☐ Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

☒ No.

☐ Yes. State the nature of the information collected and retained. _____

Does the debtor have a privacy policy about that information?

☐ No

☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☒ No. Go to Part 10.

Name

☐ Yes. Does the debtor serve as plan administrator?☐ No. Go to Part 10.☐ Yes. Fill in below:

Name of plan

Employer identification number of the plan

EIN: _ _ - _ _ _ _ _

Has the plan been terminated?

☐ No☐ Yes**Part 10:** Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1	_____ Name _____ Street _____ City State ZIP Code	XXXX- _ _ _ _	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	_____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

	Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.1	_____ Name _____ Street _____ City State ZIP Code	_____ _____ _____ Address _____ _____	_____ _____ _____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

20.1	Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
	<u>Don's Tractor and Equipment Repair</u> Name	_____	<u>Bobcat under repair</u>	<input type="checkbox"/> No
	<u>65503 S 4760 Rd</u> Street	_____	_____	<input checked="" type="checkbox"/> Yes
	<u>Westville, OK 74965</u> City State ZIP Code	Address _____ _____	_____	

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
_____ Name	_____	_____	_____
_____ Street	_____	_____	
_____ City State ZIP Code		_____	

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
_____	_____ Name	_____	<input type="checkbox"/> Pending
Case number _____	_____ Street	_____	<input type="checkbox"/> On appeal
	_____ City State ZIP Code	_____	<input type="checkbox"/> Concluded

Name _____

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No☐ Yes. Provide details below.

Site name and address			Governmental unit name and address			Environmental law, if known			Date of notice	
Name			Name							
Street			Street							
City	State	ZIP Code	City	State	ZIP Code					

24. Has the debtor notified any governmental unit of any release of hazardous material?

☒ No☐ Yes. Provide details below.

Site name and address			Governmental unit name and address			Environmental law, if known			Date of notice		
Name			Name								
Street			Street								
City	State	ZIP Code	City	State	ZIP Code						

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
<div>Name</div> <div>Street</div> <div>City State ZIP Code</div>		<div>EIN: _____</div> <div>Dates business existed</div> <div>From _____ To _____</div>

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Name and address

Dates of service

26a.1. Dana F. Cole & Company LLP

Name

June 1,

From 2021

To June 5 2023

1248 O St Ste 500

Street

Lincoln, NE 68508

City

State

ZIP Code

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

Name and address

Dates of service

26b.1. _____

Name

From _____ To _____

Street

City

State

ZIP Code

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

Name and address

If any books of account and records are unavailable, explain why

26c.1. _____

Name

Street

City

State

ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. Equify Financial

Name

777 Main St #3900

Street

Fort Worth, TX 76102-0000

City

State

ZIP Code

Name and address

26d.2. South Wind Financial

Name

6470 W Desert Inn Rd

Street

Las Vegas, NV 89146-6609

City

State

ZIP Code

Debtor CSR-OK Real Estate Holding Company, LLC
Name

Case number (if known) _____

Name and address

26d.3. Bank of Hays
Name
1000 West 27th
Street
Attn: Brandon Brough
Hays, KS 67601
City State ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No

☒ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
<u>Bank of Hays</u>	<u>March 2023</u>	<u>\$0.00</u>

Name and address of the person who has possession of inventory records

27.1. Bank of Hays
Name
1000 West 27th
Street
Attn: Brandon Brough
Hays, KS 67601
City State ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
<u>Burgess, Troy Don</u>	<u>8505 Nw 126th St Malcolm, NE 68402-9779</u>	<u>Chief Executive Officer, None</u>	<u>0.00%</u>
<u>Bombola, Steven Francis</u>	<u>2900 Catalpa St Newport Beach, CA 92660-3221</u>	<u>President, None</u>	<u>0.00%</u>
<u>David Schwarcz</u>	<u>2350 Castle Heights Ave Los Angeles, CA 90034</u>	<u>Secretary, None</u>	<u>0.00%</u>

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
------	---------	-------------------------------------	---

From _____
To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No

☐ Yes. Identify below.

Name

Name and address of recipient

Amount of money or description
and value of property

Dates

Reason for providing
the value

30.1.

Name

Street

City

State

ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN: _ _ - _ _ _ _ _

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _ _ - _ _ _ _ _

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/06/2023
MM/ DD/ YYYY

X /s/ Troy Don Burgess
Signature of individual signing on behalf of the debtor

Printed name Troy Don Burgess

Position or relationship to debtor Chief Executive Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No☐ Yes

Fill in this information to identify the case:

Debtor name CSR-OK Real Estate Holding Company, LLC

United States Bankruptcy Court for the:

Eastern District of Oklahoma

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	REI Subsidiary CDE 22, LLC c/o REI Development Corp. 2912 Enterprise Dr Durant, OK 74701-1954	(918) 587-0000 charles.greenough@mcafeetaft.com	Commercial Loan	Contingent	\$7,106,353.24	\$3,700,000.00	\$3,406,353.24
2							
3							
4							
5							
6							
7							
8							

Debtor CSR-OK Real Estate Holding Company, LLC
Name _____

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

United States Bankruptcy Court
Eastern District of Oklahoma

In re CSR-OK Real Estate Holding Company, LLC

Case No. _____

Debtor

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$15,000.00

Prior to the filing of this statement I have received \$15,000.00

Balance Due \$0.00

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify) Troy Burgess

3. The source of compensation to be paid to me is:

☐ Debtor ☒ Other (specify) Troy Burgess and Debtor

4. ☐ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☒ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

NOTE; Troy Burgess paid a total of \$15,000 for both chapter 11 filings, including CSR Worldwide Inc. and CSR-OK Real Estate Holdings, LLC There \$30 in wire fees deducted and court's filing fees.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Note: Disclosure of Compensation includes payments for 2 bankruptcy cases. Counsel will seek fee application for all post-petition fees.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

06/06/2023
Date

/s/ Ron Brown
Ron Brown
Signature of Attorney

Bar Number: 16352
Brown Law Firm PC
715 S. Elgin Ave
Tulsa, OK 74120
Phone: (918) 585-9500

Brown Law Firm PC
Name of law firm

**IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF OKLAHOMA
OKMULGEE DIVISION**

IN RE: **CSR-OK Real Estate Holding Company,
LLC**

CASE NO

CHAPTER 11

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 06/06/2023

Signature /s/ Troy Don Burgess
Troy Don Burgess, Chief Executive Officer

Arvest Bank
c/o Rachel Hart
801 John Barrow Road Suite 516
Little Rock, AR 72205

Arvest Bank
502 South Main
Tulsa, OK 74103-0000

Bank of Hays
Attn: Brandon Brough
1000 West 27th
Hays, KS 67601

Central States Reprocessing,
LLC
4121 Nw 37th St
Lincoln, NE 68524

Charles Greenough
McAfee & Taft, P.C.
2 W 2nd St Ste 1100
Tulsa, OK 74103

CSR Worldwide OK, Inc.
473617 E 610 Rd
Watts, OK 74964-6512

McAfee & Taft, P.C.
Attn: Bonner J. Gonzalez
211 N. Robinson 8th Floor
Tulsa, OK 74102

REI Subsidiary CDE 22, LLC
c/o REI Development Corp.
2912 Enterprise Dr
Durant, OK 74701-1954

TSD Rentals, LLC
472559 S 610 Rd
Watts, OK 74964

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF OKLAHOMA
OKMULGEE DIVISION**

IN RE:
CSR-OK Real Estate Holding Company, LLC

CHAPTER 11

DEBTOR(S)

CASE NO

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered
CSR Worldwide OK, Inc. 473617 E 610 Rd Watts, OK 74964	Membership Interest Units	950	
Forked Pine Consulting, LLC 126 Falcon Lane Lyons, CO 80540	Membership Interest Units	50	

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Executive Officer of the Nonpublic Corporation
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true
and correct to the best of my information and belief.

Date: 06/06/2023

Signature: /s/ Troy Don Burgess
Troy Don Burgess, Chief Executive Officer

**United States Bankruptcy Court
Eastern District of Oklahoma**

In re CSR-OK Real Estate Holding Company, LLC

Debtor(s)

Case No. _____

Chapter _____

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **CSR-OK Real Estate Holding Company, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [Check if applicable]

06/06/2023

Date

/s/ Ron Brown

Ron Brown

Signature of Attorney or Litigant

Counsel for CSR-OK Real Estate Holding Company, LLC

Bar Number: 16352

Brown Law Firm PC

715 S. Elgin Ave

Tulsa, OK 74120

Phone: (918) 585-9500

Email: ron@ronbrownlaw.com